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Attorneys for Defendant U.S. Bank Trust National Association,
in its capacity as Indenture Trustee

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

FINISAR CORPORATION, a Delaware
corporation,

Plaintiff,

v.

U.S. BANK TRUST NATIONAL
ASSOCIATION, a national banking association,
not in its individual capacity, but solely in its
capacity as Indenture Trustee on behalf of all
Holders of Finisar Corporation's 5¼%
Convertible Subordinated Notes due 2008, 2½%
Convertible Senior Subordinated Notes due 2010,
and 2½% Convertible Subordinated Notes due
2010, and DOES 1 through 10, inclusive,

Defendants.

Case No. C 07-4052 JF (PVT)

**DECLARATION OF EDWARD T.
WAHL IN SUPPORT OF U.S.
BANK TRUST NATIONAL
ASSOCIATION'S RESPONSE TO
PLAINTIFF FINISAR
CORPORATION'S MOTION:
(1) TO COMPEL PRODUCTION
OF DOCUMENTS; (2) TO
COMPEL DEPOSITION
TESTIMONY; (3) FOR
ADDITIONAL TIME TO
COMPLETE DEPOSITION; AND
(4) FOR MONETARY
DISCOVERY SANCTIONS**

Date: June 17, 2008
Time: 10:00 a.m.
Location: Courtroom 5, 4th Floor
Magistrate Patricia V. Trumbull

1 I, Edward T. Wahl, declare:

2 1. I am an attorney with Faegre & Benson LLP ("Faegre & Benson"), and I am duly
3 authorized to submit this affidavit on behalf of Faegre & Benson, as counsel to U.S. Bank Trust
4 National Association, in its capacity as indenture trustee ("U.S. Bank"), in this matter. I submit
5 this Declaration in connection with U.S. Bank's response ("Response") to Finisar Corporation's
6 motion to: (1) compel production of documents; (2) compel deposition testimony; and (3) grant
7 additional time to complete deposition, and its separate motion for monetary discovery sanctions.

8 2. Attached as Exhibit 1 is a true and correct copy of the Indenture, dated as of
9 October 15, 2001, between Finisar Corporation and U.S. Bank Trust National Association,
10 relating to the issuance of the 5 1/4% Convertible Subordinated Notes due 2008. The Indenture
11 language cited in the Response is identical in all material respects among the three indentures
12 referenced in the Response.

13 3. Attached as Exhibit 2 is a true and correct copy of excerpts from the transcript of
14 the 30(b)(6) deposition of Diana L. Jacobs on March 26, 2008, which has been redacted to
15 remove information designated confidential in the Stipulated Protective Order.

16 4. Attached as Exhibit 3 is a true and correct copy of my letter, as counsel to U.S.
17 Bank, to L. Rex Sears, as counsel to Finisar Corporation, dated May 20, 2008.

18 I declare under penalty of perjury under the laws of the United States that the foregoing is
19 true and correct.

20 Executed this 27th day of May, 2008, at Minneapolis, Minnesota.

21 By: // s //
22 Edward T. Wahl

23
24 I, D. Anthony Rodriguez, am the ECF User whose ID and password are being used to file
25 this ADR Certification. In compliance with General Order 45, X.B., I hereby attest that Edward
26 T. Wahl has concurred in this filing.

27
28 By: /s/ D. Anthony Rodriguez
D. Anthony Rodriguez